

Exhibit 3

Stefanie Taub

1 UNITED STATES DISTRICT COURT
2 CENTRAL DISTRICT OF CALIFORNIA
3
4 KEVIN RISTO,)
5)
6 Plaintiff,)
7)
8 vs.) No.
9) 2:18-cv-07241-CAS-
10 SCREEN ACTORS) PLA
11 GUILD-AMERICAN FEDERATION)
12 OF TELEVISION AND RADIO)
13 ARTISTS, et al.,)
14)
15 Defendants.)
16 _____)

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DEPOSITION OF PMK - STEFANIE TAUB
Volume I
APPEARING REMOTELY FROM
GRANADA HILLS, CALIFORNIA
WEDNESDAY, JANUARY 20TH, 2021

REPORTED BY:
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CSR No. 11976
APPEARING REMOTELY FROM CLOVERDALE, CALIFORNIA
Job No. 264541

Stefanie Taub

1 A. Yeah -- yes.

2 Q. Have you reviewed any drafts of the
3 services agreement?

4 A. No.

5 Q. As a nonprofit entity, the fund files
6 regular 990 disclosures, right?

7 A. Yes.

8 Q. The disclosures ask whether the fund has a
9 conflict-of-interest policy in effect; is that
10 correct?

11 A. Yes.

12 Q. What is your understanding of why the fund
13 has a conflict-of-interest policy for IRS purposes?

14 MR. THOMAS: Objection. Vague. Calls for
15 a legal conclusion, but she can testify to her
16 understanding.

17 THE WITNESS: Yeah, I mean, I really -- I
18 don't know what -- why the IRS specifically requires
19 that. I could -- that -- that would be a guess, but
20 my understanding is the -- the purpose of -- I'm
21 sorry. I forgot to mute my phone.

22 The purpose of the conflict-of-interest
23 policy is so that the individual trustees or key
24 staff do not have a financial conflict of interest
25 where -- where they would have individual financial

1 gain based on -- based on doing business with the
2 fund.

3 BY MS. MCCONNELL:

4 Q. Have -- as CEO of the fund, have you ever
5 spoken to any financial advisors or accountants
6 about why the fund should have a
7 conflict-of-interest policy?

8 A. Not -- not beyond my understanding. No.
9 No. I mean, to me, it speaks for itself, to avoid
10 conflict of interest from -- what -- as it says in
11 the policy, so that there's no financial --
12 individual financial gain that those parties have --
13 the covered parties have, if they're -- if they're
14 doing business directly with the fund.

15 Q. How did you develop this understanding?

16 A. I mean, I generally know what a conflict of
17 interest is, but, you know, I've read the form, I've
18 completed them in the past as a trustee.

19 I believe I was a trustee when it -- when
20 the policy was adopted -- both policies. So, you
21 know, I -- there was obviously discussion, at that
22 time, when they were adopted.

23 Q. Right. When -- when they were adopted, did
24 the fund bring in any outside consultants to inform
25 the board of why there should be a

1 conflict-of-interest policy?

2 A. I don't recall. I -- I mean, I don't
3 believe so. I --

4 Q. Who drafted the conflict-of-interest
5 policy?

6 A. I -- that's why I was pausing. I -- I --
7 um, I believe it was Trish Polach at the time.

8 Q. Okay. And --

9 A. So counsel did it.

10 MS. MCCONNELL: Nico, can you send the --
11 what we'll mark as Exhibit 2, which is the 2017
12 conflict-of-interest policy and the 2014
13 conflict-of-interest policy.

14 (Exhibit 1 was marked for identification.)

15 (Exhibit 2 was marked for identification.)

16 MR. BRANCOLINI: Do you want me to share it
17 on the screen as well?

18 MS. MCCONNELL: Sure.

19 BY MS. MCCONNELL:

20 Q. Ms. Polach (sic), you can look at them on
21 your own -- on your own computer with the PDF or you
22 can look on the screen, whichever is easier for you.

23 The first document is the 2014 policy,
24 which, at the bottom left, says it was adopted April
25 21, 2014.

1 possible. Yes, it's possible.

2 BY MS. MCCONNELL:

3 Q. Okay. If we use the phrase "from the
4 fund's policy of potential conflict of interest,"
5 would you agree that the description of
6 Mr. Crabtree's interest, that he discloses on this
7 form, could lead to a potential conflict of interest
8 under the fund's policy back in 2013?

9 MR. THOMAS: Objection. Lacks foundation.
10 Misstates the document.

11 THE WITNESS: You'd get the same answer.
12 It's -- it's possible. I don't have legal
13 expertise, particularly, to give a definitive answer
14 on that. And -- and it -- there's a possibility.
15 And that's -- that's all I'm willing to -- to commit
16 to on that. I -- I don't have an absolute answer.

17 BY MS. MCCONNELL:

18 Q. As the person who's here today to testify
19 on this conflict-of-interest policy, wouldn't you
20 agree that the disclosure of Mr. Crabtree-Ireland's
21 interests would need to be made to the fund so that
22 the fund could investigate whether there was an
23 actual conflict of interest?

24 MR. THOMAS: Objection. Overbroad and
25 vague.

1 THE WITNESS: Well, and it's the same --
2 again, that the trustees knew Duncan
3 Crabtree-Ireland was the chief -- I forget exactly
4 what -- chief administrative officer and general
5 counsel of SAG-AFTRA and everybody knows he's on the
6 board of Sound Exchange, so it depends on -- you
7 know, again, to -- disclosure is -- the whole point
8 is to give that information -- provide that
9 information to the board when they don't know about
10 it. If it's something they already know, whether
11 it's written on this form or not, is not -- you
12 know, it's -- it doesn't really change the -- the
13 knowledge of the people who already know the
14 position of these trustees. And that everybody
15 knows that they're -- they're either, you know,
16 employed or have another position at the respective
17 unions.

18 BY MS. MCCONNELL:

19 Q. Isn't -- isn't another purpose of the
20 disclosure to comply with IRS requirements?

21 MR. THOMAS: Objection. Lacks foundation.
22 Calls for a legal conclusion.

23 THE WITNESS: Yeah, I -- yeah, I'm not sure
24 I -- I can speak to exactly what the -- like I said,
25 I don't know exactly what the IRS requirements are.

1 It's -- my understanding is that the fund have --
2 have the conflict-of-interest policy.

3 BY MS. MCCONNELL:

4 Q. Wouldn't you agree that the purpose of the
5 conflict-of-interest policy is to protect the
6 beneficiaries of the fund?

7 A. That's one of them -- one of the purposes,
8 sure.

9 Q. Wouldn't you agree that disclosing the
10 conflict of interest would give information to
11 beneficiaries of the fund that there is a potential
12 conflict of interest in a transaction that the fund
13 is considering?

14 MR. THOMAS: Objection. Argumentative.
15 Calls for speculation.

16 THE WITNESS: Yeah, I mean, that -- that's
17 not what the -- this conflict-of-interest policy is,
18 but I mean, again, it's the -- it's -- even that is
19 very -- it's public information. Again, the
20 trustees are listed on our website. People know.
21 You know, that -- that information is -- is
22 available. It's...

23 BY MS. MCCONNELL:

24 Q. Is there something in the
25 conflict-of-interest policy that says that the

1 trustees don't need to undergo disclosures if the
2 conflict is generally known?

3 MR. THOMAS: Object to the form.
4 Argumentative.

5 THE WITNESS: No, but the whole point of a
6 disclosure is to disclose information that someone
7 wouldn't already be aware of. You're disclosing it.
8 So if I already know it, there's no -- it -- I'm not
9 saying it's not -- not something that's in the
10 policy, but I'm just saying in -- in -- in a matter
11 of just day-to-day knowledge, people are -- the --
12 the rest of the trustees already know these -- that
13 these -- that Duncan holds these positions.

14 BY MS. MCCONNELL:

15 Q. Doesn't the disclosure of a potential
16 conflict of interest also trigger the other
17 procedures in the policy?

18 MR. THOMAS: Same objections.

19 THE WITNESS: Not necessarily. I mean,
20 again, this is just listing these affiliations. It
21 doesn't mean it -- it doesn't mean that those
22 affiliations necessarily give rise to a conflict of
23 interest that has to go through the full -- the
24 full -- all the steps in the policy.

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